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UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION

20	BARE ESCENTUALS BEAUTY, INC., a)	Case No. C-07-1669 MMC
21	Delaware corporation,)	
22	Plaintiff,)	STIPULATION TO DISMISSAL WITH
23	vs.)	PREJUDICE IN SETTLEMENT AND
24)	[PROPOSED] ORDER
25	L'ORÉAL USA, INC., a Delaware)	
26	corporation and L'ORÉAL S.A., a French)	
	société anonyme,)	
)	
	Defendants.)	

Pursuant to Fed. R. Civ. P. 41(a), Plaintiff Bare Escentuals Beauty, Inc. and Defendants

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L'Oréal USA, Inc. and L'Oréal S.A. stipulate to voluntary dismissal of this action with prejudice pursuant to the terms of the parties' settlement agreement.

The parties further stipulate, and request that the Court order, that the Court retain jurisdiction over the case for the purposes of enforcing, or adjudicating disputes arising from, the parties' settlement agreement.

Dated: March 23, 2009

WINSTON & STRAWN LLP

By: /s/
Andrew P. Bridges
Jennifer A. Golinveaux

Attorneys for Plaintiff
BARE ESCENTUALS BEAUTY,
INC.

Dated: March 23, 2009

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By: /s/
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L'ORÉAL USA, INC. AND
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I attest that concurrence in the filing of this document has been obtained from Robert L. Sherman, counsel for Defendant.

By: /s/ Jennifer A. Golinveaux
Jennifer A. Golinveaux

Attorney for Plaintiff
BARE ESCENTUALS BEAUTY, INC.

ORDER

IT IS SO ORDERED.
Dated: April 7, 2009


Maxine M. Chesney
United States District Judge